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October 21, 2020

Ms. Jocelyn Boyd
Chief Clerk and Administrator
South Carolina Public Service Commission
Synergy Business Park, The Saluda Building
101 Executive Center Drive
Columbia SC 29210

**Re: Joint Application for Approval of Internal Corporate Restructuring Involving
Merger of Chesnee Long Distance, Inc., into Chesnee Cable, Inc., both d/b/a
Chesnee Communications, and for Transfer of Certificate of Public Convenience
and Necessity
Docket No. 2020-205-C**

Dear Ms. Boyd:

Please find enclosed for filing on behalf of Chesnee Long Distance, Inc. and Chesnee Cable, Inc. d/b/a Chesnee Communications ("Chesnee"), a Motion for Expedited Review and Approval of Application and Verification of Testimony of Cindy Rothstein, Chief Financial Officer of Chesnee Long Distance, Inc. and Chesnee Cable, Inc.

Thank you for your assistance.

Sincerely,

Burr & Forman LLP



Margaret M. Fox

MMF:khk

Enclosure: as stated

cc: Jeffrey M. Nelson, Esq.

BEFORE THE
PUBLIC SERVICE COMMISSION
OF SOUTH CAROLINA
DOCKET NO. 2020-205-C

IN RE:)
)
Joint Application for Approval of Internal)
Corporate Restructuring Involving Merger)
of Chesnee Long Distance, Inc., into Chesnee)
Cable, Inc., both d/b/a Chesnee Communications,)
and for Transfer of Certificate of Public)
Convenience and Necessity)
_____)

MOTION FOR EXPEDITED REVIEW AND APPROVAL OF APPLICATION

Chesnee Long Distance, Inc., d/b/a Chesnee Communications ("Chesnee LD") and its affiliate, Chesnee Cable, Inc., d/b/a Chesnee Communications ("Chesnee Cable") (collectively, the "Applicants") hereby respectfully move for expedited review of their Application, filed pursuant to S.C. Code Ann. §§ 58-9-310, 58-9-280(B), and applicable regulations of the Public Service Commission of South Carolina (the "Commission"), for approval of an internal corporate restructuring involving the merger of Chesnee LD into Chesnee Cable and the resulting transfer of the Certificate of Public Convenience and Necessity ("CPCN") held by Chesnee LD to Chesnee Cable.

The Applicants request that this matter be decided by the Commission at the Commission's earliest opportunity in a regularly-scheduled agenda session, that a formal evidentiary hearing be waived, and that the hearing currently scheduled for November 24,

2020, be canceled. In support of this Motion, the Applicants would respectfully show unto this honorable Commission the following:

1. Applicants filed their Application in this matter on August 25, 2020.
2. Applicants published a Notice of Filing of the request in newspapers of general circulation, as directed by the Commission. The deadline to intervene in this matter was October 7, 2020.
3. The South Carolina Office of Regulatory Staff (“ORS”) is a statutory party to this action. See S.C. Code Ann. § 58-4-10(B). On October 16, 2020, counsel for the South Carolina Office of Regulatory Staff (“ORS”) filed a letter with the Commission stating that ORS believes the Commission’s granting of the Application for an internal corporate restructure and the resulting transfer of the Certificate of Public Convenience and Necessity from Chesnee LD to Chesnee Cable is consistent with the public interest. ORS stated further that it did not intend to file testimony or attend the hearing scheduled in this matter. Applicants’ counsel has consulted with counsel for ORS, and ORS does not object to the Applicants’ request for expedited review of this matter.
4. No other comments or petitions to intervene were received in response to the notice. Thus, all interested persons have been afforded an opportunity for a hearing, as may be required by S.C. Code Ann. §§ 58-9-310, 58-9-280(B), Section 1-23-320(a) of the South Carolina Administrative Procedures Act, and constitutional due process. Proceeding without a formal hearing in this matter would serve the public interest in administrative efficiency.
5. In support of its Application, the Applicants filed the testimony of Cindy Rothstein on October 7, 2020. Attached hereto is Ms. Rothstein’s Verification of her prefiled testimony. In her verified testimony, Ms. Rothstein describes in detail the

proposed corporate restructuring. As part of a larger corporate restructuring, Chesnee LD will merge into Chesnee Cable, with Chesnee Cable being the surviving entity. Chesnee Cable will remain a wholly owned subsidiary of Chesnee Telephone Company, Incorporated, d/b/a Chesnee Communications (“Chesnee Tel”). As the surviving entity, Chesnee Cable will automatically assume the assets and liabilities of Chesnee LD. The corporate restructuring is *pro forma* in nature, and the newly merged entity will continue to provide the same services as previously provided by Chesnee LD, utilizing the same facilities and employees. Chesnee LD and Chesnee Cable have both been doing business as Chesnee Communications, and customers will see no changes on their bills. The restructuring will be transparent to Chesnee LD’s customers, and there will be no change in the rates and other terms and conditions of the services available to customers.

6. In addition to approval of the merger, Applicants ask the Commission to approve the transfer of Chesnee LD’s CPCN to Chesnee Cable, including the authority to operate under alternative regulation. As stated above, Chesnee LD and Chesnee Cable share common management, employees and office facilities, and they are both wholly owned subsidiaries of Chesnee Tel. Therefore, Chesnee Cable has the same technical, financial, and managerial resources available to it that Chesnee LD has.

WHEREFORE, for the reasons stated above, Chesnee Long Distance, Inc., d/b/a Chesnee Communications and its affiliate, Chesnee Cable, Inc., d/b/a Chesnee Communications respectfully request that the Commission:

(1) grant the Applicants’ request for expedited review of their Application and waiver of a hearing in this matter;

- (2) issue an order granting the Application for approval of an internal corporate restructuring involving the merger of Chesnee LD into Chesnee Cable and for transfer of Chesnee LD's Certificate of Public Convenience and Necessity to Chesnee Cable;
- (3) cancel the hearing on this matter currently scheduled for November 24, 2020; and
- (4) grant such other and further relief as is just and proper.

Respectfully submitted,

By: 

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ATTORNEYS FOR CHESNEE LONG
DISTANCE, INC., D/B/A CHESNEE
COMMUNICATIONS, AND CHESNEE
CABLE, INC., D/B/A CHESNEE
COMMUNICATIONS

Columbia, South Carolina

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OF SOUTH CAROLINA
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Cable, Inc., both d/b/a Chesnee Communications,)
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Convenience and Necessity)
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VERIFICATION OF TESTIMONY

I, Cindy Rothstein, first being duly sworn, depose and say that I am Chief Financial Officer of Chesnee Long Distance, Inc. and Chesnee Cable, Inc., both d/b/a Chesnee Communications, the Applicants in the above-referenced matter; that I caused to be pre-filed in this docket Direct Testimony on behalf of the Applicants on October 7, 2020; that I have read the testimony and know the contents thereof; and that said contents are true.

Cindy Rothstein
Cindy Rothstein

SWORN to before me this

20 day of October, 2020.

Pamela Tribble Weaver, L.S.

Notary Public for North Carolina

My Commission expires: 7-24-2021

